

USA Capital

First Trust Deed Investment

- Borrower:** 6425 Gess, LTD
The borrower will be an entity owned and controlled by Tracy Suttles. Tracy Suttles currently owns nearly 6,000 apartment units in the state of Texas. Mr. Suttles has done loans with USA Capital in the past.
- Loan Amount:** \$26,500,000
- Rate:** 12% (net) interest paid monthly
- Maturity:** 12 months
- Collateral:** First deed of trust on an 810- unit apartment complex located at 6005-6525 South Gessner Drive, Houston Texas, generally know as Carlingford Apartments.
- The Project:** First Trust Deed on an 810 unit garden style apartment complex, in 48, two and three-story buildings, situated on approximately 21 acres of land on the east line of South Gessner Drive, between Clarewood and Sandspoint Drive, in west Houston, Texas. The project is 14 miles from the Houston Central Business.
- The loan proceeds will be used to refinance the 810 apartment units. The units are 1 and 2 bedroom units ranging from 612 square feet to 1,050 square feet.
- Exit Strategy:** This loan will be taken out with by a HUD Loan.
- Loan to Value:** Approximately 76% based on the appraisal prepared by The George Kahle Group dated October 18, 2004.
- Guarantees:** Tracy D. Suttles with an indicated net worth of approximately \$117 million as of April, 2004.

Paul Hamilton

Phill Dickinson

702-734-2400

Licensed by the State of Nevada Division of Mortgage Lending
USA Commercial Mortgage Company 4484 S. Pecos Rd, Las Vegas NV 89121

License #MB 333 3/24/2005

Money invested through a mortgage broker is not guaranteed to earn any interest or return and is not insured. Before investing investors must be provided applicable disclosure.

EXHIBIT B